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November 27, 1998

**AT&T Corporation, VLT Co. L.L.C., Violet License
Co. LLC and TNV [Bahamas] Limited Seek FCC Consent
For Grant of Section 214 Authority, Modification
of Authorizations and Assignment of Licenses in
Connection With Proposed Joint Venture Between
AT&T Corporation and British Telecommunications PLC**

IB Docket No. 98-212

On November 10, 1998, AT&T Corp. (AT&T), VLT Co. L.L.C. (VLT), Violet License Co. LLC (License Co.) and TNV [Bahamas] Limited (TNVT), collectively "the applicants," filed applications under the Cable Landing License Act¹ and Sections 214 and 310(d) of the Communications Act of 1934, as amended,² requesting Commission approval of: (a) the grant of Section 214 authority to VLT and TNVT to provide facilities-based and resale international common carrier services; (b) the modification of certain Section 214 authorizations held by AT&T or its subsidiaries to the extent necessary to assign to VLT ownership interests of AT&T in international cable facilities within United States territorial limits and to assign to TNVT the ownership interests of AT&T in international cable facilities outside of the U.S. territorial limits; and (c) the assignment to VLT of submarine cable licenses held by AT&T or its subsidiaries; and (d) the assignment to License Co. of earth station licenses held by AT&T or its subsidiaries. On November 16, 1998, the applicants filed the "Framework Agreement" describing the joint venture, and on November 23, 1998, the applicants filed additional Exhibits to the Framework Agreement.

The applicants seek these authorizations, modifications, and assignments in connection with the proposed creation of a global joint venture between AT&T, a U.S. corporation, and British Telecommunications plc (BT), a U.K. public limited company, to provide international voice, data, and video communications services to customers throughout the world. AT&T and BT each would equally own and control the joint venture through TNV [Netherlands] BV (Holding Company). The Holding Company would control directly or indirectly VLT, a limited liability company registered in Delaware, and TNVT, a company organized under the

¹ An Act Relating to the Landing and Operation of Submarine Cables in the United States, 47 U.S.C. §§ 34-39.

² 47 U.S.C. §§ 214 and 310(d).

laws of Bahamas. VLT would also wholly own License Co., a limited liability company registered in Delaware.

Interested parties may file comments or petitions to deny regarding these applications no later than January 11, 1999. Reply comments or oppositions to these comments and petitions may be filed no later than February 10, 1999. For administrative convenience, the various applications listed below have been consolidated into one general docket. Accordingly, new file numbers will not be assigned to the individual applications for transfer of control. All filings regarding any aspect of the proposed merger should reference the general docket number assigned to this proceeding, IB Docket No.98-212.

EX PARTE STATUS OF THIS PROCEEDING

For purposes of *ex parte* communications, the Commission's regulations categorize Section 214(a) requests that are formally opposed as non-restricted, and Section 310(d) and cable landing license requests that are formally opposed as restricted.³ Under the Commission's regular practice, the entire proceeding here would be treated as restricted. Because this proceeding involves unusually broad issues of public policy, however, it will be treated as non-restricted, i.e., "permit-but-disclose," for purposes of *ex parte* communications.⁴

Accordingly, *ex parte* presentations⁵ in this proceeding will be governed by the procedures set forth in Section 1.1206 of the Commission's rules,⁶ that are applicable to non-restricted proceedings. *Ex parte* presentations in non-restricted proceedings generally are permitted subject to disclosure.⁷

GRANT OF SECTION 214 AUTHORITY APPLICATIONS

The applications for grant of Section 214 authority to operate as a facilities-based carrier and reseller of international basic switched, private line, data, and video services are listed below by name of applicant. Interested parties should refer to the Section 214 applications contained in Attachments 3 and 4 of the filing.

VLT Co. L.L.C. (VLT)
TNV [Bahamas] Limited (TNVT)

³ 47 C.F.R. § 1.1200 *et seq.*

⁴ 47 C.F.R. § 1.1200(a).

⁵ An *ex parte* presentation is any communications (spoken or written) directed to the merits or outcome of a proceeding made to a Commissioner, a Commissioner's assistant, or other decision-making staff member, that, if written, is not served on other parties to the proceeding or, if oral, is made without an opportunity for all parties to be present. 47 C.F.R. § 1.1202.

⁶ 47 C.F.R. § 1.1206.

⁷ See 47 C.F.R. § 1.1208(a).

MODIFICATION OF SECTION 214 AUTHORIZATIONS APPLICATIONS

The applications for modification of Section 214 authorizations of AT&T and its subsidiaries to the extent necessary to assign to VLT ownership interests of AT&T in international cable facilities within United States territorial limits are listed below by the AT&T subsidiary that holds the authorization. Interested parties should refer to the applications contained in Attachment 1 of the filing for a complete listing of the Section 214 authorizations encompassed by the proposed joint venture.

AT&T Corporation (multiple authorizations)
AT&T Alascom (multiple authorizations)
AT&T Puerto Rico, Inc. (multiple authorizations)
AT&T of the Virgin Islands, Inc. (multiple authorizations)

ASSIGNMENT OF LICENSE APPLICATIONS

The applications for assignment of licenses are listed below. They are separated by type of license and, within that category, by the AT&T subsidiary that holds the license. AT&T and each of its subsidiaries may hold multiple licenses of a particular type. Interested parties should refer to the assignment applications contained in Attachments 2, 5 and 6 of the filing for a complete listing of the licenses encompassed by the proposed joint venture.

Cable Landing Licenses:

The following are included within an application for consent to assign to VLT cable landing licenses held by AT&T or its subsidiaries:

AT&T Corporation (multiple licenses)
Transoceanic Communications, Inc. (multiple licenses)
AT&T Puerto Rico, Inc. (multiple licenses)

Earth Station Licenses:

The following are applications for consent to assign to License Co. earth station radio licenses held by AT&T or its subsidiaries:

AT&T Corporation (multiple licenses)
AT&T Alascom, Inc. (multiple licenses)

ADDITIONAL INFORMATION

The requests for grant of Section 214 authority, modification of Section 214 authorizations and assignment of certain licenses listed here have been found, upon initial review, to be acceptable for filing. The Commission reserves the right to return any application if, upon further examination, it is determined to be defective and not in conformance with the Commission's rules or policies.

An original and four copies of all pleadings must be filed in accordance with Section 1.51(c) of the Commission's rules.⁸ The pleadings should be filed with Magalie Roman Salas, Secretary, FCC, 445 12th Street, S.W., Washington, D.C. 20554. In addition, one copy of each pleading must be filed with (1) International Transcription Services, Inc., the Commission's duplicating contractor, at its office at 1231 20th Street, N.W., Washington, D.C. 20037; (2) the International Reference Room, International Bureau, Room 102, 2000 M Street, N.W., Washington, D.C. 20554; and (3) the Wireless Reference Room, Wireless Telecommunications Bureau, Room 5608, 2025 M Street, N.W., Washington, D.C. 20554.

In addition to filing paper comments, parties may also file comments using the Commission's Electronic Comment Filing System (ECFS). See Electronic Filing of Documents in Rulemaking Proceedings, 63 Fed. Reg. 24,121 (1998). Comments filed through the ECFS can be sent as an electronic file via the Internet to <<http://www.fcc.gov/e-file/ecfs.html>>. Generally, only one copy of an electronic submission must be filed. In completing the transmittal screen, commenters should include their full name, Postal Service mailing address, and the applicable docket or rulemaking number. Parties may also submit an electronic comment by Internet e-mail. To get filing instructions for e-mail comments, commenters should send an e-mail to ecfs@fcc.gov, and should include the following words in the body of the message, "get form <your e-mail address>." A sample form and directions will be sent in reply.

Parties are also encouraged to file a copy of all pleadings on a 3.5 inch diskette in an IBM-compatible format using WordPerfect 5.1 for Windows software in a "read only" mode. Diskette submissions would be in addition to, and not a substitute for, the hard copy filing requirements reviewed above. All diskettes should be clearly labeled with (1) the party's name; (2) the name of the proceeding and docket number; (3) the type of filing submitted (*e.g.*, comments or reply comments); and (4) the date of submission. The diskettes should be accompanied by a cover letter and filed with Magalie Roman Salas, Secretary, FCC, 445 12th Street, S.W., Washington, D.C. 20554.

Copies of the applications and any subsequently filed documents in this matter may be obtained from International Transcriptions Services, Inc. (ITS), 1231 20th Street, N.W., Washington, D.C. 20037, (202) 857-3800. In addition, the applications and any pleadings received by the Commission on a 3.5 inch diskette in WordPerfect 5.1 format can be found on the FCC's World Wide Web Site at <http://www.fcc.gov>. The applications and any subsequently filed documents are also available for public inspection and copying during normal reference hours at the Commission's Reference Center, 1919 M Street, Room 239, Washington, DC 20554.

For further information, contact Sherille Ismail, Telecommunications Division, International Bureau, (202) 418-1470.

⁸ 47 C.F.R. § 1.51(c).